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This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of either CCT Land Holdings Limited or CCT Fortis Holdings Limited.

CCT LAND HOLDINGS LIMITED
（中建置地集團有限公司）
(Incorporated in Bermuda with limited liability)
(Stock Code: 00261)

CCT FORTIS HOLDINGS LIMITED
（中建富通集團有限公司）
(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 00138)

JOINT ANNOUNCEMENT IN RELATION TO

(1) INSIDE INFORMATION

(2) CONNECTED TRANSACTION

SUPPLEMENTAL AGREEMENT IN RELATION TO THE ISSUE OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE IN SETTLEMENT OF PROMISSORY NOTES PAYABLE

INSIDE INFORMATION

SUPPLEMENTAL AGREEMENT IN RELATION TO THE SUBSCRIPTION OF CONVERTIBLE BONDS OF CCT LAND AS SETTLEMENT OF PROMISSORY NOTES RECEIVABLE

Financial Adviser to CCT Land Holdings Limited

VC CAPITAL LIMITED
滙盈融資有限公司

VC Capital Limited

Independent financial adviser to the Independent Board Committee and the Independent Shareholders of CCT Land Holdings Limited

普頓資本有限公司
PROTON CAPITAL LIMITED

Proton Capital Limited

This joint announcement is made pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO (Chapter 571 of the Laws of Hong Kong) and in respect of CCT Land under Chapter 14A of the Listing Rules.

Reference is made to the Previous Joint Announcement in relation to the Agreement and the Transactions.

THE SUPPLEMENTAL AGREEMENT

On 10 November 2015 (after trading hours of the Stock Exchange), the Supplemental Agreement was entered into by and among Jade Assets, CCT Securities, CCT Fortis, Glory Merit and CCT Land under which it was agreed that the CB Conditions will be amended with provisions of the effect that CCT Land will not have any liability or obligations for payment or repayment (whether in cash or otherwise) in respect of the Convertible Bonds under any circumstances, irrespective of whether or not the Convertible Bonds are converted into Conversion Shares during the Conversion Period or on the Maturity Date.

GENERAL

An independent financial adviser, Proton Capital Limited, has been appointed to advise the Independent Board Committee and the CCT Land Independent Shareholders as to whether or not the Transactions are fair and reasonable, on normal commercial terms and are in the interests of CCT Land and its shareholders as a whole.

A circular of CCT Land containing, among other information, (i) details of the Agreement as amended by the Supplemental Agreement and the Transactions; (ii) the recommendation of the Independent Board Committee to the CCT Land Independent Shareholders; (iii) the letter of advice from the independent financial adviser to the Independent Board Committee and the CCT Land Independent Shareholders in relation to the Transactions; (iv) details of the proposed Increase in Authorised Share Capital; and (v) a notice convening the CCT Land SGM will be despatched to the CCT Land Shareholders on or before 17 November 2015 in compliance with the requirement of the Listing Rules.

CAUTION

As completion of the Transactions is subject to a number of conditions, which may or may not be fulfilled, the Transactions may or may not proceed. The respective shareholders and potential investors of CCT Land and CCT Fortis should exercise caution in dealing in the securities of CCT Land and CCT Fortis, respectively.

This joint announcement is made pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO (Chapter 571 of the Laws of Hong Kong) and in respect of CCT Land under Chapter 14A of the Listing Rules.

Reference is made to the previous joint announcement of CCT Land and CCT Fortis dated 27 October 2015 (the "**Previous Joint Announcement**") in relation to the Agreement and the Transactions. Unless otherwise stated herein, capitalized terms used and not otherwise defined in this joint announcement shall have the same meanings as defined in the Previous Joint Announcement.

THE SUPPLEMENTAL AGREEMENT

On 10 November 2015 (after trading hours of the Stock Exchange), the parties to the Agreement entered into a supplemental agreement (the "**Supplemental Agreement**") which has amended certain terms and conditions of the Convertible Bonds with provisions of the effect that CCT Land will not have any liability or obligations for payment or repayment (whether in cash or otherwise) in respect of the Convertible Bonds under any circumstances, irrespective of whether or not the Convertible Bonds are converted into Conversion Shares during the Conversion Period or on the Maturity Date.

Summary of amendments to the CB Conditions

The amendments to the CB Conditions as stipulated in the Supplemental Agreement are summarised as follows:

1. As conversion of the Convertible Bonds is subject to certain restrictions under the CB Conditions, the following new provisions are added to the CB Conditions to govern the situation if the Convertible Bonds cannot be converted into the Conversion Shares:

In the event that any outstanding principal amount of the Convertible Bonds are not converted into Conversion Shares during the Conversion Period or on the Maturity Date for any reasons, the outstanding Convertible Bonds shall be cancelled on the Maturity Date without any payment or repayment (in cash or otherwise), liability or obligation on CCT Land in respect of the Convertible Bonds and their cancellation.

2. The provisions of the original CB Conditions with regard to "Events of default" as set out in sub-section headed "Principal terms of the Convertible Bonds" under the section headed "The Agreement and the Transactions" of the Previous Joint Announcement have been deleted, pursuant to the Supplemental Agreement.

As such, CCT Land will not have any liability or obligations for payment or repayment (whether in cash or otherwise) of the Convertible Bonds under any circumstances, in accordance with the CB Conditions set out in the Agreement as amended by the Supplemental Agreement.

Save for the above, all the other terms and conditions of the Agreement and the CB Conditions will remain unchanged and continue in full force and effect.

REASONS FOR THE SUPPLEMENTAL AGREEMENT

It has been the intention and agreement of all the parties to the Agreement that CCT Land will not have any liability or obligations for payment or repayment (whether in cash or otherwise) in respect of the Convertible Bonds under any circumstances. As such, the Supplemental Agreement is entered into by the parties to the Agreement to amend the relevant provisions of the CB Conditions to clearly set out this intention and agreement.

GENERAL

An independent financial adviser, Proton Capital Limited, has been appointed to advise the Independent Board Committee and the CCT Land Independent Shareholders as to whether or not the Transactions are fair and reasonable, on normal commercial terms and are in the interests of CCT Land and its shareholders as a whole.

A circular of CCT Land containing, among other information, (i) details of the Agreement as amended by the Supplemental Agreement and the Transactions; (ii) the recommendation of the Independent Board Committee to the CCT Land Independent Shareholders; (iii) the letter of advice from the independent financial adviser to the Independent Board Committee and the CCT Land Independent Shareholders in relation to the Transactions; (iv) details of the proposed Increase in Authorised Share Capital; and (v) a notice convening the CCT Land SGM will be despatched to the CCT Land Shareholders on or before 17 November 2015 in compliance with the requirement of the Listing Rules.

CAUTION

As completion of the Transactions is subject to fulfillment of a number of conditions precedent, which may or may not be fulfilled, the Transactions may or may not proceed. Each of the CCT Land Shareholders and the CCT Fortis Shareholders and respective potential investors of CCT Land and CCT Fortis should exercise caution in dealing in the securities of CCT Land and CCT Fortis respectively.

By Order of the Board of
CCT LAND HOLDINGS LIMITED
Tam Ngai Hung, Terry
Director

By Order of the Board of
CCT FORTIS HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 10 November 2015

As at the date of this joint announcement, the executive directors of CCT Land are Mr. Mak Shiu Tong, Clement, Ms. Cheng Yuk Ching, Flora, Mr. Tam Ngai Hung, Terry, Mr. Ong Ban Poh, Michael, Mr. Huanfei Guan, and Ms. Lai Mei Kwan and the independent non-executive directors of CCT Land are Mr. Chow Siu Ngor, Mr. Lau Ho Kit, Ivan and Mr.William Robert Majcher.

As at the date of this joint announcement, the executive directors of CCT Fortis are Mr. Mak Shiu Tong, Clement, Mr. Tam Ngai Hung, Terry, Ms. Cheng Yuk Ching, Flora and Dr. William Donald Putt and the independent non-executive directors of CCT Fortis are Mr. Tam King Ching, Kenny, Mr. Chow Siu Ngor and Mr. Chen Li.